



ISSION

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ANNUAL AUDITED REPORT FORM X-17A-5 PART III

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING	/-1-0:/	AND ENDING	6-30-08
	MM/DD/YY		MM/DD/YY
A. REGI	STRANT IDENTIFI	CATION	
NAME OF BROKER-DEALER: MORTON	CLARKE FU & M	ETCALF, INC.	OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSIN	NESS: (Do not use P.O.)	Box No.)	FIRM I.D. NO.
520 PIKE STREET,	SUITE 2250		
	(No. and Street)		
SEATTLE,	WA		98101-4013
(City)	(State)		(Zip Code)
NAME AND TELEPHONE NUMBER OF PER Susan Metcalf	RSON TO CONTACT IN	REGARD TO THIS R	EPORT 206-676-6208
			(Area Code - Telephone Number
B. ACCO	OUNTANT IDENTIF	ICATION	
JEFFREY M. WILSON, P.S.	nose opinion is contained Name – if individual, state last	•	
·	•		00100
15215 52nd Ave. S., #9 (Address)	Tukwila (City)	WA (State)	98188 (Zip Code)
CHECK ONE:	PROCE	SSED _	0 <u>0</u> 9
☑ Certified Public Accountant	SEP 16	2008	Mall Fracessing Soction
☐ Public Accountant	THOMSON	DELITERO	AUG 2 2 1 008
☐ Accountant not resident in Unite	ed States or any of its pos	zezy eko	AULIPPIUM
	FOR OFFICIAL USE	ONLY	Mechington, 116
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SEC 1410 (06-02)



^{*}Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

OATH OR AFFIRMATION

i, susan Metcalf	, swear (or affirm) that, to the best of
my knowledge and belief the accompanying financial stateme	
Morton Clarke Fu & Met	call Inc , as
of JUNE 30 20C	are true and correct. I further swear (or affirm) that
neither the company nor any partner, proprietor, principal of	
	neer of encount has any propriously more as any more and
classified solely as that of a customer, except as follows:	
BESSESSESSESSESSESSESSESSESSESSESSESSESS	
DOROTHY K. RICHMOND	
NOTARY PUBLIC	
STATE OF WASHINGTON	
COMMISSION EXPIRES	Sugar Welcall
AUGUST 19, 2009	Signature
(Sacrassassassassassassassassassassassassass	Signature TYLUSUVLY CFO Title
	TVERSUVEY CFO
	Title
Porothy Tichmon	
This report ** contains (check all applicable boxes):	
K (a) Facing Page.	
(b) Statement of Financial Condition.	
K (c) Statement of Income (Loss).	•
(d) Statement of Changes in Financial Condition.	
(d) Statement of Changes in Financial Condition. (e) Statement of Changes in Stockholders' Equity or Par	tners' or Sole Proprietors' Capital.
(f) Statement of Changes in Liabilities Subordinated to	Claims of Creditors.
(g) Computation of Net Capital.	
(h) Computation for Determination of Reserve Requirem	ents Pursuant to Rule 15c3-3.
(i) Information Relating to the Possession or Control Re	quirements Under Rule 15c3-3.
(i) A Reconciliation, including appropriate explanation o	f the Computation of Net Capital Under Rule 15c3-1 and the
Computation for Determination of the Reserve Requi	rements Under Exhibit A of Rule 15c3-3.
(k) A Reconciliation between the audited and unaudited	Statements of Financial Condition with respect to methods of
consolidation.	
(I) An Oath or Affirmation.	
(m) A copy of the SIPC Supplemental Report.	
(n) A report describing any material inadequacies found to	exist or found to have existed since the date of the previous audit.

^{**}For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Jeffrey M. Wilson, P.S.

15215 52nd Ave. S. #9 Tukwila, WA 98188 (206) 282-2727 (T)

(206) 285-1528 (f)

jwilson@jeffwilsonps.com

- Independent Auditor's Report -

The Board of Directors Morton Clarke Fu & Metcalf, Inc. Seattle, Washington

We have audited the accompanying statement of financial condition of Morton Clarke Fu & Metcalf, Inc. as of June 30, 2008 and 2007 and the related statement of income, retained earnings, changes in stockholders' equity and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material aspects, the financial position of Morton Clarke Fu & Metcalf, Inc. as of June 30, 2008 and 2007 and the results of its operations, changes in stockholders' equity and its cash flows for the years then ended, in conformity with accounting principles generally accepted in United States of America.

Jeff M. Wilson, P.S. Seattle, Washington August 15, 2008

Jeffrey M. Wilson, P.S.

15215 52nd Ave. S. #9 Tukwila, WA 98188 (206) 282-2727 (T)

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jwilson@jeffwilsonps.com

Independent Auditors' Report on Internal Accounting Control Required by SEC Rule 17a-5

The Managing Directors

Morton Clarke Fu and Metcalf, Inc.

In planning and performing our audit of the financial statements of Morton Clarke Fu and Metcalf, Inc. for the years ended June 30, 2008 and 2007 we considered its internal control structure in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure. Among the elements of the internal control structure that we considered are the accounting system and control procedures, including procedures for safeguarding securities.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission, we have made a study of the practices and procedures (including tests of compliance with such practices and procedures) followed by Morton Clarke Fu and Metcalf, Inc. that we consider relevant to the objectives stated in Rule 17a-5(g)(1) in making the periodic computations or aggregate indebtedness and net capital under Rule 17a-3(a)(11) and the procedures for determining compliance with the exemptive provision of Rule 15c3-3.

The management of Morton Clarke Fu and Metcalf, Inc. is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and of the practices and procedures referred to in the preceding paragraph and assess whether those practices and procedures can be expected to achieve the Commission's above—mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which Morton Clarke Fu and Metcalf, Inc. has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles, Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control structure or the practices and procedures referred to above, errors or irregularities may occur and not be detected. Also, projection of any evaluation of the structure to future periods is subject to the risk that procedures may become inadequate because of changes in conditions or that the effectiveness of the design and operation of policies and procedures may deteriorate.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the accounting system and control procedures, including procedures for safeguarding securities, that we consider to be material weaknesses as defined above.

Jeffrey M. Wilson, P.S.

Certified Public Accountants

August 15, 2008

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MORTON CLARKE FU & METCALF, INC. STATEMENT OF FINANCIAL CONDITION June 30, 2008 and 2007

LIABILITIES AND STOCKHOLDERS' EQUITY

	2008	2007
CURRENT LIABILITIES Payable - Fidelity Commissions Payable B & O Tax Payable Federal Income Tax Payable	\$ 554,703 115,814 9,615 1,204	2,668,173 110,304 7,728 1,182
Total Current Liabilities	681,336	2,787,387
Total Liabilities	681,336	2,787,387
STOCKHOLDERS' EQUITY Capital stock \$1 stated value per sha 840,000 shares issued and outstandin Retained Earnings	840,000 986,390	925,000 1,062,898
Total Stockholders' Equity	1,826,390	1,987,898
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 2,507,726	\$ 4,775,285

MORTON CLARKE FU & METCALF, INC. INCOME STATEMENT For the years ending June 30, 2008 and 2007

	2008			200	7	
		AMOUNT	Percent Of Gros Revenue	: ss e Am	OUNT	Percent Of Gross Revenue
REVENUE						
Trading Commissions Interest Income Managed Account Fees Tax Exempt Interest Income Miscellaneous Income Unrealized Gains - Trading Securities		439,043 ,168,991 31,237 948,174 152,306 96,538 127,175	0.8% 23.9% 3.9% 2.4%	2 70 17 4	2,357 7,390 7,645 5,478	0.7% 23.3% 5.8% 1.5%
Gross Revenue	3 ,	,963,464	100.0%	3,04	1,407	100.0%
OPERATING EXPENSES	3	,937,499	99.4%	3,01	5,244	99.1%
Income Before Federal Income Tax		25,965	0.6%	2	6,163	0.9%
Federal Income Tax		4,723	0.1%		4,690	0.2%
Net Income	\$	21,242		\$ 2	1,473	

MORTON CLARKE FU & METCALF, INC. STATEMENT OF RETAINED EARNINGS For the years ending June 30, 2008 and 2007

	2008	2007
Retained earnings, July 1, 2007 and 2006	\$ 1,062,898	\$ 1,041,425
Net income	21,242	21,473
Resale (Repurchase) of Treasury Stock	(97,750)	0
Retained earnings, June 30, 2008 and 2007	\$ 986,390	\$ 1,062,898 =======

MORTON CLARKE FU & METCALF, INC. STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY For the years ending June 30, 2008 and 2007

	2008	2007
Stockholders' Equity, July 1, 2007 and 2006	\$ 1,987,898	\$ 1,966,425
Capital Stock Subscription (Repurchase) (85,000)	0
Net Income	21,242	21,473
Resale (Repurchase) of Treasury Stock Retained Earnings Portion	- (97,750)	0
Stockholders' Equity, June 30, 2008 and 2007	\$ 1,826,390 ======	\$ 1,987,898 ========

MORTON CLARKE FU & METCALF, INC. STATEMENT OF CASH FLOWS For the years ending June 30, 2008 and 2007

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	2008	2007
CASH FLOWS FROM OPERATING ACTIVITIES: Net income Adjustments to reconcile net income to net Cash provided by operating activities:	21,242	\$ 21,473
Depreciation and amortization	9,807	2,893
Change in current assets and liabilities: (Incr.) or decr. in revenue acct receivable (Incr.) or decr. in accrued int. receivable (Incr.) or decr. in inventory - muni bonds Decrease in prepaid expenses (Increase) in management fee receivable Increase or (decrease) in payable - Fidelity Incr. or (decr.) in B & O tax payable Increase in commissions payable Increase in federal income tax payable	(6,508) 60,068 2,416,166 1,988 (3,472) (2,113,470) 1,887 5,510 22	26,675 1,124
Total adjustments	371,998	
Net cash provided (used) in operating activities	393,240	(43,067)
CASH FLOWS FROM INVESTING ACTIVITIES: Payment for purchase of equipment	(9,303)	(2,078)
Net cash (used) in investing activities		(2,078)
CASH FLOWS FROM FINANCING ACTIVITIES: Proceeds (Repurchase) of capital stock Proceeds (Repurchase) of treasury stock	(85,000) (97,750)	0
Net cash (used) in financing activities	(182,750)	0
Net increase or (decrease) in cash and cash equivalents		(45,145)
Cash and cash equivalents at July 1, 2007 and 2006	75,181	120,326
Cash and cash equivalents at June 30, 2008 \$ and 2007	276,368	

MORTON CLARKE FU & METCALF, INC. STATEMENT OF CASH FLOWS For the years ending June 30, 2008 and 2007

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

DISCLOSURE OF ACCOUNTING POLICY :

For purposes of the statement of cash flows, the company considers the following to be cash equivalents, cash - deposit (NASD).

MORTON CLARKE FU & METCALF, INC. NOTES TO FINANCIAL STATEMENTS June 30, 2008 and 2007

NOTE 1: BUSINESS STRUCTURE

Morton Clarke Fu & Metcalf, Inc. is a full service broker/dealer. All customer transactions are cleared through another broker/dealer on a fully disclosed basis. Morton Clarke Fu & Metcalf, Inc. clears all transactions through its correspondent National Financial Services Corporation (Fidelity). Therefore Morton Clarke Fu & Metcalf, Inc. is exempt from Rule 15c3-3.

NOTE 2: BUSINESS FORMATION

Morton Clarke Fu & Metcalf, Inc. was incorporated September 1, 1994 under the laws of the State of Washington. The company has a June 30 fiscal year end and is taxed as a C corporation. The company was licensed with the NASD and began active operations on January 11, 1995.

NOTE 3: SIGNIFICANT ACCOUNTING POLICIES

Morton Clarke Fu & Metcalf, Inc. reports on the accrual method of accounting, therefore income and expense are reported when earned or incurred not when money is received or paid. All amounts at June 30, 2008 and 2007 are reported based on trade date, not settlement date accounting principles. Therefore any securities trades on June 30, 2008 and 2007 or prior are included in these financial statements even though the transaction settled after June 30, 2008 and 2007. Depreciation is recorded on the financial statements based on the same calculation that was used for federal income tax purposes. Any differences between tax depreciation and depreciation under generally accepted accounting principles are immaterial.

MORTON CLARKE FU & METCALF, INC. NOTES TO FINANCIAL STATEMENTS June 30, 2008 and 2007

NOTE 4: INVENTORY - MUNI BONDS

All inventory is carried by National Financial Services Corporation (Fidelity) as of June 30, 2008 and 2007. Morton Clarke Fu & Metcalf, Inc. has borrowed money against the inventory value with Fidelity. The payable to Fidelity at June 30, 2008 and 2007 was \$554,703 and \$2,668,173 respectively. The payable is secured by the value of the inventory.

The inventory value is the fair market value of the bonds on that date. The fair market value of the bonds was \$1,908,911 and \$4,325,077 as of June 30, 2008 and 2007 respectively. The difference between the cost and the fair market value is shown as unrealized gains or (losses) from trading securities on the income statement.

NOTE 5: FIXED ASSETS

All fixed assets are stated at cost and are depreciated under the Modified Accelerated Cost Recovery System. Furniture is depreciated over a seven year useful life while telephone, office, and computer equipment are depreciated over a five year useful life. In addition to regular depreciation, \$9,303 and \$2,078 of additional depreciation (election to expense) was claimed for the years ending June 30, 2008 and 2007 respectively.

NOTE 6: ORGANIZATION COSTS

Organizational costs consist primarily of legal fees incurred to set up the corporation. These costs are amortized over five years using the straight line method.

NOTE 7: LEASES AND LEASING ARRANGEMENTS

The following is a schedule of leases which Morton Clarke Fu & Metcalf, Inc. has entered into as of June 30, 2008.

Item	Monthly Payment	Lease	Term	 Square Footage
Pike Street Office Copy Machine	7,623.76 325.43	11-1-06 8-31-04		 3077 N/A

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MORTON CLARKE FU & METCALF, INC. NOTES TO FINANCIAL STATEMENTS June 30, 2008 and 2007

The following is a schedule, by year, of future minimum lease payments.

Year ending	June 30, June 30, June 30, June 30, June 30,	2010 2011 2012	\$	95,390 92,136 91,485 53,366
Total Minimum	Payments	Required	\$ ====	332,377

NOTE 8: PROFIT SHARING - 401K PLAN

Morton Clarke Fu and Metcalf, Inc. has a company sponsored 401K retirement plan. The company made a 3% profit sharing contribution to the plan for the years ended June 30, 2008 and 2007. The contribution amounted to \$72,659 and \$63,934 for the years ended June 30, 2008 and 2007 respectively. In addition the company made matching contributions of \$7,825 and \$8,075 to the 401K plan for the years ended June 30, 2008 and 2007 respectively.

SUPPLEMENTAL MATERIAL

Our examination of the financial statements included in the preceding section of this report was directed to an expression of our opinion taken as a whole. The supplemental material presented in the following section of this report has been subjected to certain procedures applied in connection with our examination of the financial statements. This information, while not required, is in our opinion, fairly stated in all material respects when considered in relation to the financial statements taken as whole.

deff M. Wilson, P.S. Seattle, Washington

MORTON CLARKE FU & METCALF, INC. STATEMENT OF OPERATING EXPENSES For the years ending June 30, 2008 and 2007

2008 2007 Percent Percent of Gross
MOUNT Revenue AMOUNT Revenue TRUOMA

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MORTON CLARKE FU & METCALF, INC. STATEMENT OF OPERATING EXPENSES For the years ending June 30, 2008 and 2007

	2008		2007		
,	AMOUNT	Percent of Gross Revenue	AMOUNT	Percent of Gross Revenue	
Continued from previous	page				
Rent Expense \$ Repairs & Maintenance Salaries - Officers Salaries - Commissions Salary - Clerical Telephone Expense Training - Securities Travel Expense	825 1,254,668 1,296,806 185,762 10,373	31.66% 32.72% 4.69% 0.26% 0.02%	74,474 268 822,020 849,869 178,476 12,187 2,851 1,253	27.03% 27.94% 5.87% 0.40%	
TOTAL OPERATING EXPENSE \$	3,937,499	99.36% \$	3,015,244	99.14%	

MORTON CLARKE FU & METCALF, INC. STATEMENT REGARDING AUDIT OF NET CAPITAL June 30, 2008 and 2007

As part of our audit we verified the Schedule of Net Capital as prepared by Morton Clarke Fu & Metcalf, Inc. We found no material differences between their schedule and our audited Schedule of Net Capital.

Jeff M. Wilson, P.S. Seattle, Washington

MORTON CLARKE FU & METCALF, INC. SCHEDULE OF NET CAPITAL For the years ending June 30, 2008 and 2007

		2008	2007
Total ownership equity from \$ Statement of Financial Condition	3 :	1,826,390	\$ 1,987,898
Total ownership equity qualified for Net Capital	L :	1,826,390	1,987,898
Add: Liabilities subordinated to claim of general creditors allocable in computation of Net Capital		0	0
Total capital and allowable subordinated liabilities		1,826,390	1,987,898
Deduct: Total nonallowable assets from Statemen of Financial condition	(285,368)		
Net Capital before haircuts on securities positions		1,540,095	1,702,530
Haircuts on securities			
Debt Securities Other Securities Undue Concentration		(102,279) (3,975) (4,398)	(239,913) (64) (91,500)
Total Haircuts		(110,652)	(331,477)
NET CAPITAL \$		1,429,443	1,371,053

Minimum net capital required for Morton Clarke Fu & Metcalf, Inc. is \$250,000 effective June 10, 1999. Therefore Morton Clarke Fu & Metcalf, Inc. has excess net capital of \$1,179,443 and \$1,121,053 as of June 30, 2008 and 2007 respectively.

